

Amendment

PW

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0123
Expires:	April 30, 2013
Estimated average burden hours per response..... 12.00	



11021718

ANNUAL AUDITED REPORT  
FORM X-17A-5  
PART III

SEC Mail Processing  
110

MAR 22 2011

SEC FILE NUMBER
8-66335

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Washington, DC

Information Required of Brokers and Dealers Pursuant to Section 17 of the  
Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING 1/1/2010 AND ENDING 12/31/2010  
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: Liberty Partners Financial Services, LLC

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

5060 CALIFORNIA AVENUE, SUITE 620

(No. and Street)

BAKERSFIELD

CALIFORNIA

93309

(City)

(State)

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

ELIZABETH MUSGROVE

661-631-0103

(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*

WILLIAMS BROWN PARSONS AND COMPANY, INC.

(Name - if individual, state last, first, middle name)

5558 CALIFORNIA AVENUE, SUITE 208

BAKERSFIELD

CALIFORNIA

93309

(Address)

(City)

(State)

(Zip Code)

CHECK ONE:

- ☒ Certified Public Accountant  
☐ Public Accountant  
☐ Accountant not resident in United States or any of its possessions.

FOR OFFICIAL USE ONLY

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

SEC 1410 (06-02)

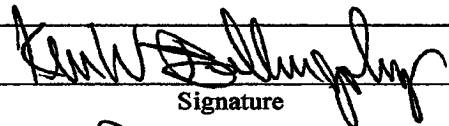
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## OATH OR AFFIRMATION

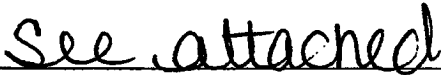
I, KEN BILLINGSLEY, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of LIBERTY PARTNERS FINANCIAL SERVICES, LLC, as of DECEMBER 31, 20 10, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:

N/A

  
Signature



Title



Notary Public

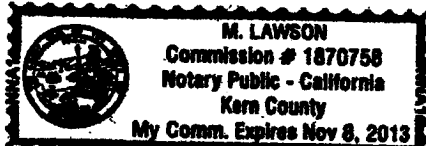
This report \*\* contains (check all applicable boxes):

- ☒ (a) Facing Page.
- ☒ (b) Statement of Financial Condition.
- ☒ (c) Statement of Income (Loss).
- ☐ (d) Statement of Changes in Financial Condition.
- ☒ (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- ☐ (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- ☒ (g) Computation of Net Capital.
- ☒ (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- ☒ (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- ☐ (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- ☐ (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- ☒ (l) An Oath or Affirmation.
- ☐ (m) A copy of the SIPC Supplemental Report.
- ☐ (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

**\*\*For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).**

State of California  
County of KERN

Subscribed and sworn to (or affirmed) before me on this 26  
day of FEBRUARY, 2011, by \_\_\_\_\_  
KENNETH WAYNE BILLINGSLEY, CEO  
proved to me on the basis of satisfactory evidence to be the  
person~~s~~ who appeared before me.



(Seal)

Signature

A handwritten signature in cursive script, appearing to read "M. Lawson", written over a horizontal line.

**LIBERTY PARTNERS  
FINANCIAL SERVICES, LLC**

**FINANCIAL STATEMENTS AND  
SUPPLEMENTARY INFORMATION**

**For the Year Ended December 31, 2010**

**LIBERTY PARTNERS FINANCIAL SERVICES, LLC**  
**NET CAPITAL CALCULATION**  
**December 31, 2010**

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TOTAL ASSETS	\$ 561,771
TOTAL LIABILITIES	<u>315,523</u>
NET WORTH	<u>246,248</u>
NON ALLOWABLE ASSETS:	
Accounts receivable	79,650
Prepaid expense	8,573
Computer equipment	6,458
Furniture and fixtures	26,899
Less accumulated depreciation	(11,328)
Deposits	<u>17,625</u>
	<u>127,877</u>
TENTATIVE NET CAPITAL	<u>\$ 118,371</u>
MINIMUM NET CAPITAL REQUIREMENT:	
Aggregate indebtedness:	
Accounts payable	\$ 44,367
Accrued expenses	6,720
Commissions payable	<u>264,436</u>
Total Aggregate Indebtedness	<u>\$ 315,523</u>
MINIMUM NET CAPITAL REQUIREMENT (6 <sup>2</sup> / <sub>3</sub> % of Aggregate Indebtedness)	<u>21,035</u>
EXCESS NET CAPITAL	<u>\$ 97,336</u>
PERCENT OF AGGREGATE INDEBTEDNESS TO NET CAPITAL	<u>266.55%</u>

See Accompanying Notes and Independent Auditors' Report.

# ***WILLIAMS BROWN PARSONS & COMPANY*** Accountancy Corp.

***Certified Public Accountants & Business Consultants***

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## **INDEPENDENT AUDITORS' REPORT**

Liberty Partners Financial Services, LLC  
Bakersfield, California

We have audited the accompanying balance sheet of Liberty Partners Financial Services, LLC, as of December 31, 2010, and the accompanying statement of income and members' equity, and cash flows for the years then ended, which you are filing pursuant to Rule 17a-5 of the Securities Exchange Act of 1934. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit. We did not audit the financial statements of Liberty Partners Financial Services, LLC for the year ended December 31, 2009. Those statements were audited by other auditors whose report has been furnished to us, and our opinion, insofar as it relates to the amounts included in the year ended December 31, 2010, is based solely on the report of the auditors.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Liberty Partners Financial Services, LLC as of December 31, 2010, and the results of its operations and its cash flows for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in Schedules I and II is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by Rule 17a-5 of the Securities and Exchange Commission. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements, and in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

*Williams Brown Parsons and Company*  
**WILLIAMS BROWN PARSONS & COMPANY**  
**ACCOUNTANCY CORPORATION**

**February 25, 2011**

**LIBERTY PARTNERS FINANCIAL SERVICES, LLC**  
**BALANCE SHEET**  
**December 31**

	<u>2010</u>	<u>2009</u>
<b>ASSETS</b>		
<b>CURRENT ASSETS:</b>		
Cash	\$ 113,680	\$ 126,363
Deposit with clearing organization	57,442	50,064
Broker receivable	262,772	224,535
Commission receivable	79,650	8,557
Prepaid expenses	<u>8,573</u>	<u>1,632</u>
<b>TOTAL CURRENT ASSETS</b>	<u>522,117</u>	<u>470,518</u>
 <b>PROPERTY AND EQUIPMENT</b>		
Computer equipment	6,458	6,458
Furniture and fixtures	<u>26,899</u>	<u>13,826</u>
	33,357	20,284
Less accumulated depreciation	<u>11,328</u>	<u>5,724</u>
	<u>22,029</u>	<u>14,560</u>
 <b>OTHER ASSET</b>		
Deposits	<u>17,625</u>	<u>72,341</u>
 <b>TOTAL ASSETS</b>	 <u><u>\$ 561,771</u></u>	 <u><u>\$ 498,052</u></u>





**LIBERTY PARTNERS FINANCIAL SERVICES, LLC**  
**STATEMENT OF INCOME AND MEMBERS' EQUITY**  
**Year Ended December 31**

	<u>2010</u>	<u>2009</u>
COMMISSION INCOME	\$ 4,520,562	\$ 5,566,958
OPERATING EXPENSES:		
Commissions paid	3,171,585	4,255,635
Other	809,955	940,457
Regulatory fees	87,086	104,027
Office salaries	<u>196,175</u>	<u>114,528</u>
	<u>4,264,801</u>	<u>5,414,647</u>
INCOME FROM OPERATIONS	<u>255,761</u>	<u>152,311</u>
OTHER INCOME		
Interest Income	14,512	1,180
(Loss) gain from sale of investments	(5,230)	70,000
Rent Income	<u>19,928</u>	<u>23,978</u>
	<u>29,211</u>	<u>95,158</u>
INCOME BEFORE TAXES	284,972	247,469
INCOME TAX	<u>800</u>	<u>800</u>
NET INCOME	284,172	246,669
MEMBERS' EQUITY AT BEGINNING OF YEAR	206,174	283,405
MEMBERS' WITHDRAWALS	<u>(244,098)</u>	<u>(323,900)</u>
MEMBERS' EQUITY AT END OF YEAR	<u>\$ 246,248</u>	<u>\$ 206,174</u>

See Accompanying Notes and Independent Auditors' Report.

**LIBERTY PARTNERS FINANCIAL SERVICES, LLC**  
**STATEMENT OF CASH FLOWS**  
**Year Ended December 31**

	<u>2010</u>	<u>2009</u>
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Net Income	\$ 284,172	\$ 246,669
Adjustments to reconcile net income to net cash used by operating activities:		
Depreciation	5,604	1,674
(Increase) Decrease in:		
Receivables	(109,330)	78,380
Other assets	40,397	(63,115)
(Decrease) Increase in:		
Accounts payable	23,799	11,025
Commissions payable	<u>(154)</u>	<u>(103,096)</u>
<b>NET CASH PROVIDED BY OPERATING ACTIVITIES</b>	<u>244,488</u>	<u>171,537</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>		
Purchase of property and equipment	<u>(13,073)</u>	<u>(4,781)</u>
<b>NET CASH APPLIED TO INVESTING ACTIVITIES</b>	<u>(13,073)</u>	<u>(4,781)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>		
Members' withdrawals	<u>(244,098)</u>	<u>(323,900)</u>
<b>NET CASH APPLIED TO FINANCING ACTIVITIES</b>	<u>(244,098)</u>	<u>(323,900)</u>
<b>NET DECREASE IN CASH</b>	(12,683)	(157,144)
<b>CASH, BEGINNING OF YEAR</b>	<u>126,363</u>	<u>283,507</u>
<b>CASH, END OF YEAR</b>	<u>\$ 113,680</u>	<u>\$ 126,363</u>

See Accompanying Notes and Independent Auditors' Report

**LIBERTY PARTNERS FINANCIAL SERVICES, LLC**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2010**

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**NOTE A — SUMMARY OF ACCOUNTING POLICIES**

This summary of accounting policies of Liberty Partners Financial Services, LLC is presented to assist in understanding the Company's financial statements. These accounting policies conform to generally accepted accounting principles and have been consistently applied in the preparation of the financial statements.

**Line of Business**

Liberty Partners Financial Services, LLC is an independent registered broker-dealer and a member of the National Association of Securities Dealers and is subject to the Securities Exchange Act of 1934.

**Method of Accounting**

These financial statements were prepared on the accrual basis; that is, sales are recognized when earned, and costs and expenses are charged against income as incurred whether paid or not.

**Equipment, Depreciation, and Amortization**

Equipment is recorded at cost. Depreciation is provided on the straight-line method over the estimated useful lives of the respective assets. Maintenance and repairs are charged to expenses as incurred; major renewals and betterments are capitalized. When items of equipment are sold or retired, the related cost and accumulated depreciation are removed from the accounts and any gain or loss is included in income. The following estimated useful lives have been used in the computation of depreciation and amortization:

	<u>Years</u>
Computer equipment	5
Furniture and fixtures	5

**Advertising Costs**

All advertising costs were expensed as incurred.

**Estimates**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

**LIBERTY PARTNERS FINANCIAL SERVICES, LLC**  
**NOTES TO FINANCIAL STATEMENTS (CONTINUED)**  
**December 31, 2010**

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**NOTE A — SUMMARY OF ACCOUNTING POLICIES (CONTINUED)**

**Federal Income Taxes**

Income from the limited liability is reported as a partnership for income tax purposes. Federal income taxes are not payable by or provided for the Company. Members are taxed individually on their share of the Company's earnings. State income is taxed to the Company based on its gross receipts and has been accrued for the year ending December 31, 2009.

**Long-lived Asset Impairment**

The company evaluates the recoverability of the carrying value of long-lived assets whenever events or circumstances indicate the carrying amount may not be recoverable. If a long-lived asset is tested for recoverability and the undiscounted estimated future cash flows expected to result from the use and eventual disposition of the asset is less than the carrying amount of the asset, the asset cost is adjusted to fair value and an impairment loss is recognized as the amount by which the carrying amount of a long-lived asset exceeds its fair value.

No asset impairment was recognized during the years ended December 31, 2010.

**Subsequent Events**

Subsequent events have been evaluated through February 25, 2011, which is the date the financial statements were available to be issued.

**NOTE B — RELATED PARTY TRANSACTIONS**

The Company paid commissions to members in the amount of \$607,706 for the year ended December 31, 2010.

**NOTE C — LEASES**

The Company entered into a long-term lease from an unrelated party for its office space for a monthly amount of \$4,675. The lease expires June 2017.

Minimum lease payments are:

		<u>Years Ended December, 31</u>
2011	\$	56,100
2012		60,900
2013		67,752
2014		76,830
2015		<u>71,862</u>
	\$	<u>333,444</u>

**LIBERTY PARTNERS FINANCIAL SERVICES, LLC**  
**NOTES TO FINANCIAL STATEMENTS (CONTINUED)**  
**December 31, 2010**

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**NOTE D — NET CAPITAL REQUIREMENTS**

The Company is subject to the Securities and Exchange Commission Uniform Net Capital Rule (Rule 15c3-1), which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. At December 31, 2010, the Company had net capital of \$118,371, which was \$97,336 in excess of its required net capital of \$21,035.

**LIBERTY PARTNERS FINANCIAL SERVICES, LLC**  
**SUPPLEMENTARY INFORMATION**

**Pursuant to Rule 17(a)-5 of the  
Securities Exchange Act of 1934  
December 31, 2010**

The accompanying schedule is prepared in accordance with the requirements and general format of FOCUS Form X-17 A-5.

See Accompanying Notes and Independent Auditors' Report.

**LIBERTY PARTNERS FINANCIAL SERVICES, LLC**  
**NET CAPITAL CALCULATION**  
**December 31, 2010**

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TOTAL ASSETS	\$ 561,771
TOTAL LIABILITIES	<u>315,523</u>
NET WORTH	<u>246,248</u>
NON ALLOWABLE ASSETS:	
Accounts receivable	79,650
Prepaid expense	8,573
Computer equipment	6,458
Furniture and fixtures	26,899
Less accumulated depreciation	(11,328)
Deposits	<u>17,625</u>
	<u>127,877</u>
TENTATIVE NET CAPITAL	<u>\$ 118,371</u>
MINIMUM NET CAPITAL REQUIREMENT:	
Aggregate indebtedness:	
Accounts payable	\$ 44,367
Accrued expenses	6,720
Commissions payable	<u>264,436</u>
Total Aggregate Indebtedness	<u>\$ 315,523</u>
MINIMUM NET CAPITAL REQUIREMENT (6 <sup>2</sup> / <sub>3</sub> % of Aggregate Indebtedness)	<u>21,035</u>
EXCESS NET CAPITAL	<u>\$ 97,336</u>
PERCENT OF AGGREGATE INDEBTEDNESS TO NET CAPITAL	<u>266.55%</u>

See Accompanying Notes and Independent Auditors' Report.

**LIBERTY PARTNERS FINANCIAL SERVICES, LLC**

**SCHEDULE II  
COMPUTATION FOR DETERMINATION OF THE RESERVE REQUIREMENTS  
UNDER THE SECUTITIES AND EXCHANGE COMMISSION RULE 15c3-3  
AND INFORMATION RELATING TO THE POSSESSION OR CONTROL  
REQUIREMENTS UNDER SECURITIES AND EXCHANGE COMMISSION RULE  
15c3-3  
December 31, 2010**

The Company is not required to file the above schedules as it is exempt from Securities and Exchange Commission Rule 15c3-3 under paragraph K(2) (ii) of the rule and does not hold customers' monies or securities.

See Accompanying Notes and Independent Auditors' Report.



**INDEPENDENT AUDITORS' REPORT ON INTERNAL ACCOUNTING CONTROL  
REQUIRED BY RULE 17a-5**

To the Members of Liberty Partners Financial Services, LLC

In planning and performing our audit of the financial statements of Liberty Partners Financial Services, LLC, for the year ended December 31, 2010, in accordance with auditing standards generally accepted in the United States of America, we considered its internal control structure, in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on the internal control structure.

Also, as required by Rule 17a-5(g)(1) of the Securities and Exchange Commission, we have made a study of the practices and procedures (including test of compliance with such practices and procedures) followed by Liberty Partners Financial Services, LLC that we considered relevant to the objective stated in Rule 17a-5(g). We also made a study of the practices and procedures followed by the Company in making the periodic computations on aggregate indebtedness and net capital under Rule 17a-3(a)(11) and the procedure for determining compliance with exemptive provisions of Rule 15c3-3. Because the Company does not carry security accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company related to the following: (1) in making the quarterly securities examinations, counts, verifications and comparisons, and the recordation of differences required by Rule 17a-13; (2) in complying with the requirements for prompt payment for securities under Section 8 of Regulation T of the Board of Governors of the Federal Reserve System; and (3) in obtaining and maintaining physical possession or control of all fully paid and excess margin securities of customers as required by Rule 15c3-3.

The management of the Company is responsible for establishing and maintaining an internal control structure and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of internal control structure policies and procedures and of the practices and procedures can be expected to achieve the Commission's above-mentioned objectives. Two of the objectives of an internal control structure and the practices and procedures are to provide management with reasonable, but not absolute, assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition and that transactions are executed in accordance with management's authorization and recorded properly to permit the preparation of financial statements in conformity with generally accepted accounting principles. Rule 17(a)-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of the inherent limitations in any internal control structure or the practices and procedures referred to above, error or irregularities may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

A control deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects the entities ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles such that there is more than inconsequential will not be prevented or detected by the entity's internal controls.

A material weakness is a significant deficiency, or combination of significant deficiencies, that result in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected by the entities internal control.

Our consideration of the internal control structure would not necessarily disclose all matters in the internal control structure that might be material weaknesses under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which the design or operation of specific internal control structure elements does not reduce to a relatively low level the risk that error or irregularities in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, we noted no matters involving the internal control structure, which we consider to be material weaknesses as defined above.

These conditions were considered in determining the nature, timing and extent of procedures performed in our audit of the financial statements for the period ending December 31, 2010 and this report does not affect our report thereon dated February 25, 2011.

In addition, no facts came to our attention indicating that the exemptive provision of Rule 15c3-3 had not been complied with during the year.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the Commission to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures were adequate at December 31, 2010 to meet the Commission's objectives.

This report is intended solely for the use of management, the Securities and Exchange Commission, the National Association of Security Dealers and other regulatory agencies which rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 and should not be used for any other purpose.

*Williams Brown Parsons and Company*  
**WILLIAMS BROWN PARSONS AND COMPANY**  
**ACCOUNTANCY CORPORATION**  
**Bakersfield, California**

February 25, 2011

***WILLIAMS BROWN PARSONS & COMPANY Accountancy Corp.***  
***Certified Public Accountants & Business Consultants***

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**REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM ON  
INTERNAL CONTROL STRUCTURE  
REQUIRED BY SEC RULE 17A-S**

To the Members of Liberty Partners Financial Services, LLC

In accordance with Rule 17a-5 (e)(4) under the Securities Exchange Act of 1934, We have performed the procedures enumerated below with respect to the accompanying Scheduled of Assessment and Payments [Transitional Assessment Reconciliation (Form SIPC-7T) to the Securities Investor Protection Corporation (SIPC) for the Year Ended December 31, 2010, which were agreed to by Liberty Partners Financial Services, LLC and the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc" and SIPC, solely to assist you and the other specified parties in evaluating Liberty Partners Financial Services, LLC's compliance with the applicable instructions of the Transitional Assessment Reconciliation (Form SIPC-7T). Liberty Partners Financial Services, LLC's management is responsible for the Liberty Partners Financial Services, LLC's compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose. The procedures we performed and our findings are as follows:

1. Compared the listed assessment payment in Form SIPC-7T with respective cash disbursement records entries from the cash disbursements journal and related bank statements and reconciliations, noting no differences;
2. Compared the amounts reported on the audited Form X-I 7a-5 for the year ended December 31, 2010, as applicable with the amounts reported in Form SIPC-7T for the year ended December 31, 2010 noting no differences;
3. Compared any adjustments reported in Form SIPC-7T with supporting schedules and working papers such as clearing firms records supporting securities revenues, noting no differences;
4. Proved the arithmetical accuracy of the calculations reflected in Form SIPC-7T and in the related schedules and working papers, such as revenues from third party support and bank records supporting the adjustments, noting no differences.

We were not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to my attention that would have been reported to you.

This report is intended solely for the information and use of the specified parties listed above and is not intended to be and should not be used by anyone other than these specified parties.

*Williams Brown Parsons and Company*  
**WILLIAMS BROWN PARSONS AND COMPANY**  
**Bakersfield, California**

February 25, 2011